

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re : **Chapter 11 Case No.**
LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (JMP)**
Debtors. : **(Jointly Administered)**
: :

x

**AFFIDAVIT AND DISCLOSURE STATEMENT
OF THOMAS E. PONTES, ESQ.
ON BEHALF OF WYNN & WYNN, P.C.**

STATE OF MASSACHUSETTS)
)
COUNTY OF BRISTOL, ss.)

Thomas E. Pontes, being duly sworn, upon his oath, deposes and says:

1. I am a Partner of Wynn & Wynn, P.C., located at 90 New State Highway, Raynham, Bristol County, Massachusetts (the "Firm").
2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors" and, collectively with their non-debtor affiliates, "Lehman"), have requested that the Firm provide legal services to the Debtors, and the Firm has consented to provide such services.
3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11

cases. In addition, the Firm does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

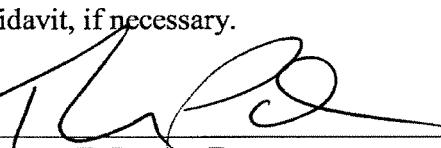
4. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

5. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

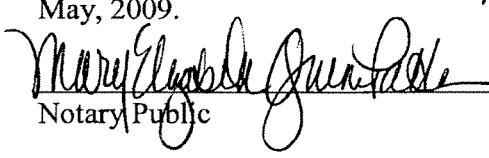
6. The Debtors owe the Firm \$0.0 for prepetition services.

7. Subsequent to the Firm's engagement, but prior to court approval, the Debtors inadvertently paid to the Firm fees and expenses in the amount of \$7,777.91 for services rendered and expenses incurred. Given that the inadvertent payments fall within the permissible caps set forth in the order entered November 5, 2008 authorizing the Debtors to employ professionals utilized in the ordinary course of business [Docket No. 1394], the Firm requests that such error be deemed moot if the Firm's retention is approved.

8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit, if necessary.

By: 
Thomas E. Pontes, Esq.

Subscribed and sworn to me this 29 day of
May, 2009.


Notary Public



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RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN
BROTHERS HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively,
the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Jennifer Sapp
Christopher Stauble

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Wynn & Wynn, P.C.

90 New State Highway

Raynham, MA 02767

2. Date of retention: April 8, 2008

3. Type of services provided (accounting, legal, etc.): Legal services and
related expenses.

4. Brief description of services to be provided:

Representation of Lehman Brothers Holdings, Inc in loan workouts and litigation related to same.

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly.

(a) Average hourly rate (if applicable):

\$310.00

(b) Estimated average monthly compensation based on prepetition retention (if firm was employed prepetition):

\$1,221.69

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$3,630.11

Date claim arose: August 21, 2008 through September 12, 2008

Source of Claim: Legal fees and costs

7. Prepetition claims against the Debtors held individually by any member, associate, or professional employee of the firm:

Name: N/A

Status: N/A

Amount of Claim: N/A

Date claim arose: N/A

Source of claim: N/A

8. Stock of the Debtors currently held by the firm:

Kind of shares: N/A

No. of shares: N/A

9. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: N/A

Status: While individual members and/or professionals of the firm hold interests in 401(k) mutual funds which may hold stock of the Debtors, no such member or professional, upon information and belief, individually or directly, owns stock of the Debtors.

Kind of shares: N/A

No. of shares: N/A

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

N/A

11. Name of individual completing this form:

Kevin P. McRoy, Esq.